

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

I.C., a minor, by her mother and  
natural guardian ELLEN SOLOVSKY,

Plaintiff,

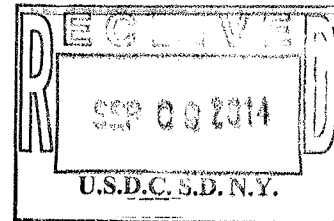
-against-

MISS MATCHED, INC., DELTA GALIL  
USA, SOCK DRAWER, LLC, JONAH  
STAW, AND ARIELLE ECKSTUT,

Defendants.

:  
:  
: 14 CV 7289

:  
: 14 Civ. JUDGE WOODS



COMPLAINT AND JURY DEMAND

Plaintiff I.C., a minor, by her mother and natural guardian, Ellen Solovsky, for her complaint against defendants Miss Matched, Inc. ("Miss Matched"), Delta Galil USA, ("Delta Galil"), Sock Drawer, LLC ("Sock Drawer"), Jonah Staw ("Staw"), and Arielle Eckstut ("Eckstut") (collectively, "Defendants"), alleges:

Nature of the Action

1. I.C. is bringing this action, by her mother and natural guardian, Ellen Solovsky, to recover damages for (i) the infringement of I.C.'s copyright in I.C.'s original design entitled "Hi/Bye" (the "Hi/Bye Design"), (ii) quantum meruit, and (iii) unjust enrichment.

Jurisdiction and Venue

2. This Court has subject matter jurisdiction over the first and fourth claims in this action pursuant to 28 U.S.C. §§ 1331 and 1338 because they arise under the Copyright Act, 17 U.S.C. § 101 et seq. This Court has subject matter jurisdiction over the first, second and third claims under 28 U.S.C. § 1332, because there is complete diversity of citizenship between the parties and the amount in controversy exceeds \$75,000, exclusive of interest and costs. In addition, this Court has subject matter jurisdiction over the fifth and sixth claims for relief under 28 U.S.C. § 1367 because they are so related to the claims within the original jurisdiction of the Court that they form part of the same case or controversy under Article III of the United States Constitution.

3. Upon information and belief, venue is proper in this District pursuant to 28 U.S.C. §§ 1391 and 1400(a).

4. Defendants are subject to the personal jurisdiction of this Court pursuant to N.Y. C.P.L.R. §§ 301 and/or 302.

Parties

5. I.C. is a natural, minor person, and a citizen of the State of New York.

6. Ellen Solovsky is I.C.'s mother and natural guardian, and a citizen of the State of New York.

7. Upon information and belief, Miss Matched is a Delaware corporation which dissolved in or around December 2012, with its former principal place of business at 307 7th Avenue, Room 501, New York, New York.

8. Upon information and belief, Delta Galil is a Delaware corporation, with its principal place of business at 150 Meadowland Parkway, Secaucus, New Jersey.

9. Upon information and belief, Sock Drawer is a Delaware limited liability company, with its principal place of business at 197 1<sup>st</sup> Avenue, Needham Heights, Massachusetts.

10. Upon information and belief, Staw is a natural person, and former president and shareholder of defendant Miss Matched, currently residing at 951 Longridge Road, Oakland, California.

11. Upon information and belief, Eckstut is a natural person, and former creative director and shareholder of defendant Miss Matched, currently residing at 7 Bellaire Drive, Apt. 7A, Montclair, New Jersey.

#### Background

##### A. The Business of Miss Matched

12. Upon information and belief, Miss Matched was a children's clothing and accessory company which owned the brand LittleMissMatched®.

13. Upon information and belief, Staw and Eckstut were co-founders, officers and shareholders of Miss Matched.

B. The T-Shirt Contest at P.S. 116

14. In or around the fall of 2011, I.C., a then-second grader at P.S. 116, received a submission form at P.S. 116 for the "LittleMissMatched's TEE OFF! PROJECT TEE" t-shirt design competition, sponsored by Miss Matched (the "Submission Form"). A copy of the Submission Form is annexed hereto as Exhibit A.

15. The Miss Matched Submission Form contained, among other things, the following:

"By entering, you agree that your entry shall be a 'work made for hire' with all rights therein, including, without limitation, the exclusive copyright, being the property of Sponsor. In the event the entry is considered not to be a 'work made for hire,' by entering, you irrevocably assign to Sponsor all right, title, and interest in your Content, design and entry (including, without limitation, the copyright) to Sponsor, including in any and all media whether now known or hereafter devised, in perpetuity, anywhere in the world, with the right to make any and all uses thereof, including, without limitation, for purposes of advertising or trade." (the "Copyright Provision").

16. Upon information and belief, Miss Matched knew or should have known that elementary school students would not understand the meaning of the Copyright Provision of the Submission Form.

C. I.C.'s Creation of the Winning Design

17. On or about October of 2011, I.C. created her original Hi/Bye Design for the t-shirt design competition. The Hi/Bye Design is an "original work," as defined by Section 101 of the Copyright Act, and contains copyrightable expression. I.C. is therefore the sole owner of the Hi/Bye Design. A copy of her Hi/Bye Design submission is annexed as Exhibit B.

18. On or about October 21, 2011, I.C. submitted the Hi/Bye Design to Miss Matched in connection with "LittleMissMatched's TEE OFF! PROJECT TEE" using the Submission Form.

19. I.C.'s mother, Ellen Solovsky, also signed the Submission Form, as the entry form required.

20. At the time I.C. created and submitted her Hi/Bye Design, I.C., a then-second grader, did not understand the Copyright Provision of the Submission Form.

21. In or about February of 2012, Miss Matched announced I.C. as one of two winning "P.S. 116 Student Designers" of the "February 2012 Project Tee" design competition. A copy of that announcement is annexed as Exhibit C.

22. In connection with naming I.C. as a winning "P.S. 116 Student Designer" for "February 2012 Project Tee," Miss

Matched gave I.C. a \$100 Miss Matched gift card and five t-shirts bearing her Hi/Bye design.

23. Upon information and belief, Miss Matched provided I.C. with only the \$100 Miss Matched gift card and five t-shirts bearing her winning design as compensation, despite its intent to use the Hi/Bye Design on products beyond the Project Tee "winning t-shirt".

D. Miss Matched Sells Its Business

24. Upon information and belief, on or around December of 2012, Miss Matched transferred all or substantially all of its assets to Sock Drawer, which promptly transferred the assets to Delta Galil.

25. Upon information and belief, on or around December of 2012, Miss Matched dissolved and distributed its capital to its shareholders, including Staw and Eckstut.

26. Sock Drawer, and then Delta Galil, continued the business of Miss Matched. Specifically, they continued to use the LittleMissMatched® mark, the littlemissmatched.com website, and the Hi/Bye Design to sell children's clothing and accessories.

27. Upon information and belief, Sock Drawer and/or Delta Galil is responsible for the debts and liabilities of Miss Matched because (i) Sock Drawer was, and Delta Galil is, a mere continuation of Miss Matched, (ii) Miss Matched de facto merged

with Sock Drawer, and then Delta Galil, and/or (iii) Sock Drawer, and then Delta Galil, formally assumed Miss Matched's debts.

E. I.C. Notifies Defendants of Their Infringement

28. In April 2014, I.C., through her attorneys, sent a cease and desist letter to Miss Matched, which Delta Galil received, disaffirming any contract I.C. may have entered into with Miss Matched, or any of its parent, affiliate, or subsidiary entities. I.C. hereby tenders her return of the \$100, and 5 t-shirts bearing her Hi/Bye Design, or the monetary value thereof.

29. Delta Galil has continued to sell its Hi/Bye Design products. A copy of Delta Galil's "Hi/Bye" offerings as of September 8, 2014, is annexed hereto as Exhibit D.

30. Upon information and belief, Defendants sold, or caused to be sold, products bearing I.C.'s Hi/Bye Design including, but not limited to, various t-shirts, long sleeve shirts, dresses, leggings, flip flops, ponchos, rash guards, socks, hoodies, headphones, duffle bags, tablet bags, and purses (i) at their LittleMissMatched® retail locations, including in this District, (ii) through their retail partners, and (iii) through their website, [www.littlemissmatched.com](http://www.littlemissmatched.com).

F. I.C. Applies To Register Her Copyright

31. On April 3, 2014, I.C., through her attorneys, submitted her legally sufficient application to register her original design to the United States Copyright Office.

32. On or around June 26, 2014, I.C., through her attorneys, received a rejection from the United States Copyright Office, stating that "it lacks the authorship necessary to support a copyright claim."

33. The Hi/Bye Design contains sufficient authorship necessary to support a copyright claim, and I.C. will duly notify the Copyright Office of this lawsuit pursuant to 17 U.S.C. § 411(a).

FIRST CLAIM FOR RELIEF  
(Copyright Infringement - 17 U.S.C. § 501  
Against Delta Galil and Sock Drawer)

34. I.C. repeats the allegations in paragraphs 1 through 33 as if set forth in full.

35. I.C. owns the copyright in the Hi/Bye Design annexed as Exhibit B.

36. I.C.'s copyright in the Hi/Bye Design is valid and enforceable.

37. Delta Galil and Sock Drawer have directly and/or secondarily infringed I.C.'s copyright in the Hi/Bye Design through the making and distributing of unauthorized copies of



the Hi/Bye Design, and/or the creation of a derivative work of the Hi/Bye Design, in violation of 17 U.S.C. § 501.

38. Delta Galil and Sock Drawer have willfully directly and/or secondarily infringed I.C.'s copyright in her Hi/Bye Design.

39. I.C. is entitled to recover damages sustained as a result of Delta Galil and Sock Drawer's unlawful conduct, including Delta Galil and Sock Drawer's profits.

40. Delta Galil and Sock Drawer's acts have irreparably damaged and, unless enjoined, will continue to irreparably damage I.C. I.C. has no adequate remedy at law for these wrongs and injuries. I.C. is, therefore, entitled to an injunction restraining and enjoining Delta Galil and Sock Drawer and their agents, servants, employees, and attorneys and all persons acting in concert with them, from infringing I.C.'s copyright in her Hi/Bye Design.

SECOND CLAIM FOR RELIEF

(Quantum Meruit - Against Delta Galil and Sock Drawer)

41. I.C. repeats the allegations contained in paragraphs 1 through 40 above as if set forth in full.

42. Miss Matched asked P.S. 116 students, including I.C., to create and submit a t-shirt design.

43. I.C. created her Hi/Bye Design as requested, in good faith.

44. At the time I.C. created the Hi/Bye Design, I.C. expected fair compensation for its use.

45. Upon information and belief, Delta Galil and Sock Drawer are successors of Miss Matched.

46. Delta Galil and Sock Drawer have failed to fairly compensate I.C. for their use of her successful design, which they have accepted and used to their benefit on children's clothing and products, including, but not limited to, various t-shirts, long sleeve shirts, dresses, leggings, flip flops, ponchos, rash guards, socks, hoodies, headphones, duffle bags, tablet bags, and purses.

47. I.C. is therefore entitled to recover an amount to be determined by a jury at the trial in this action.

THIRD CLAIM FOR RELIEF

(Unjust Enrichment - Against Delta and Sock Drawer)

48. I.C. repeats the allegations contained in paragraphs through 47 above as if set forth in full.

49. Delta Galil and Sock Drawer received a benefit from I.C.'s services in creating the Hi/Bye Design.

50. I.C. reasonably expected remuneration from Miss Matched in connection with these services.

51. Upon information and belief, Delta Galil and Sock Drawer are successors of defendant Miss Matched.

52. To allow Delta Galil and Sock Drawer to retain the full benefit of I.C.'s Hi/Bye Design would unjustly enrich Delta Galil and Sock Drawer.

53. Delta Galil and Sock Drawer have been unjustly enriched because of their bad faith or reprehensible conduct.

54. I.C. is therefore entitled to recover an amount to be determined by a jury at the trial in this action.

FOURTH CLAIM FOR RELIEF  
(Copyright Infringement - 17 U.S.C. § 501  
Against Miss Matched, Staw and Eckstut)

55. I.C. repeats the allegations in paragraphs 1 through 54 as if set forth in full.

56. Miss Matched has directly and/or secondarily infringed I.C.'s copyright in the Hi/Bye Design through the making and distributing of merchandise bearing unauthorized copies of the Hi/Bye Design, and/or through the creation of a derivative work of the Hi/Bye Design, in violation of 17 U.S.C. § 501.

57. Miss Matched has willfully directly and/or secondarily infringed I.C.'s copyright in her Hi/Bye Design.

58. I.C. is entitled to recover damages sustained as a result of Miss Matched's unlawful conduct, including Miss Matched's profits, as well as Staw and Eckstut's profits as shareholders of Miss Matched.

59. Miss Matched's acts have irreparably damaged and, unless enjoined, will continue to irreparably damage I.C. I.C. has no adequate remedy at law for these wrongs and injuries. I.C. is, therefore, entitled to an injunction restraining and enjoining Miss Matched and its agents, servants, employees, and attorneys and all persons acting in concert with it, from infringing I.C.'s copyright in her Hi/Bye Design.

FIFTH CLAIM FOR RELIEF

(Quantum Meruit - Against Miss Matched, Staw and Eckstut)

60. I.C. repeats the allegations contained in paragraphs 1 through 59 above as it set forth in full.

61. At the time I.C. created the Hi/Bye Design, I.C. expected fair compensation for its use.

62. Miss Matched has failed to fairly compensate I.C. for her successful design, which it has accepted and used to its benefit on children's clothing and products, including, but not limited to, various t-shirts, and, upon information and belief, long sleeve shirts, dresses, leggings, flip flops, ponchos, rash guards, socks, hoodies, headphones, duffle bags, tablet bags, and purses.

63. I.C. is therefore entitled to recover an amount to be determined by the jury at the trial in this action from Miss Matched, as well as Staw and Eckstut.

SIXTH CLAIM FOR RELIEF

(Unjust Enrichment - Against Miss Matched, Staw and Eckstut)

64. I.C. repeats the allegations contained in paragraphs 1 through 63 above as if set forth in full.

65. Miss Matched received a benefit from I.C.'s services in creating the Hi/Bye Design.

66. I.C. reasonably expected remuneration from Miss Matched in connection with these services.

67. To allow Miss Matched, Staw and Eckstut to retain the full benefit of I.C.'s Hi/Bye Design would unjustly enrich Miss Matched, Staw and/or Eckstut.

68. Miss Matched, Staw and/or Eckstut have been unjustly enriched because of their bad faith or reprehensible conduct.

69. I.C. is therefore entitled to recover an amount to be determined by a jury at the trial in this action from Miss Matched, as well as Staw and Eckstut.

WHEREFORE, I.C. demands judgment:

A. Enjoining Defendants Delta Galil, Sock Drawer and their agents, servants, employees, and attorneys and all those acting in concert with them from infringing I.C.'s copyright in her Hi/Bye Design in violation of 17 U.S.C. § 501;

B. Awarding I.C. the profits of Delta Galil and Sock Drawer as a result of their infringement of I.C.'s copyright in her Hi/Bye Design;

C. Awarding I.C. the reasonable value of her services against Delta Galil and Sock Drawer;

D. Awarding I.C. the profits of Delta Galil and Sock Drawer as a result of their unjust enrichment from I.C.'s Hi/Bye Design;

E. Enjoining Miss Matched, its agents, servants, employees, and attorneys and all those acting in concert with it from infringing I.C.'s copyright in her Hi/Bye Design in violation of 17 U.S.C. § 501;

F. Awarding I.C. the profits of Miss Matched, Staw and Eckstut as a result of Miss Matched's infringement of I.C.'s copyright in her Hi/Bye Design;

G. Awarding I.C. the reasonable value of her services against Miss Matched, Staw and Eckstut;

H. Awarding I.C. the profits of Miss Matched, Staw and Eckstut as a result of their unjust enrichment from I.C.'s Hi/Bye Design;

I. Granting such other and further relief as to this Court seems just and proper.

Jury Trial Demand

Pursuant to Rule 38 of the Federal Rules of Civil Procedure, I.C. hereby demands a trial by jury of all issues that are so triable.

Dated: New York, New York  
September 9, 2014

DUNNEGAN & SCILEPPI LLC

By



Laura Scileppi (LS0114)

ls@dunnegan.com

Richard Weiss (RW4039)

rw@dunnegan.com

Attorneys for Plaintiff

350 Fifth Avenue

New York, New York 10118

(212) 332-8300

# EXHIBIT A





All entries must be received by FRIDAY, October 21<sup>st</sup>, 2011 - National "Rock Your Socks" Day!

Contestant Information (all information is required)

\_\_\_\_\_  
School Name

\_\_\_\_\_  
First Name

\_\_\_\_\_  
Last Name

\_\_\_\_/\_\_\_\_/\_\_\_\_  
Date of Birth

\_\_\_\_\_  
Street Address

\_\_\_\_\_  
Apt No.

\_\_\_\_\_  
City/Town

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

(\_\_\_\_)\_\_\_\_\_  
Phone

\_\_\_\_\_  
Email (please provide parent's email if under age 13)

☐ Check here to receive emails with the latest product updates, special deals, & fun stuff from LittleMissMatched!

PLEASE READ AND SIGN BELOW

I have read and agreed to Official Rules of the contest. I also attest that the design I am submitting is original and has not been published.

Contestant Signature: \_\_\_\_\_ Date: \_\_\_\_\_

If under 18,  
Parent/Guardian Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Checklist

- ☐ Did you complete all information on this entry form and provide signature?
- ☐ Did you include your design on the TEE-OFF! Design Template on 8 1/2" x 11" white paper?
- ☐ Did you print your full name on the TEE-OFF! Design Template?
- ☐ The tee you designed is littlemissmatched inspired, right?

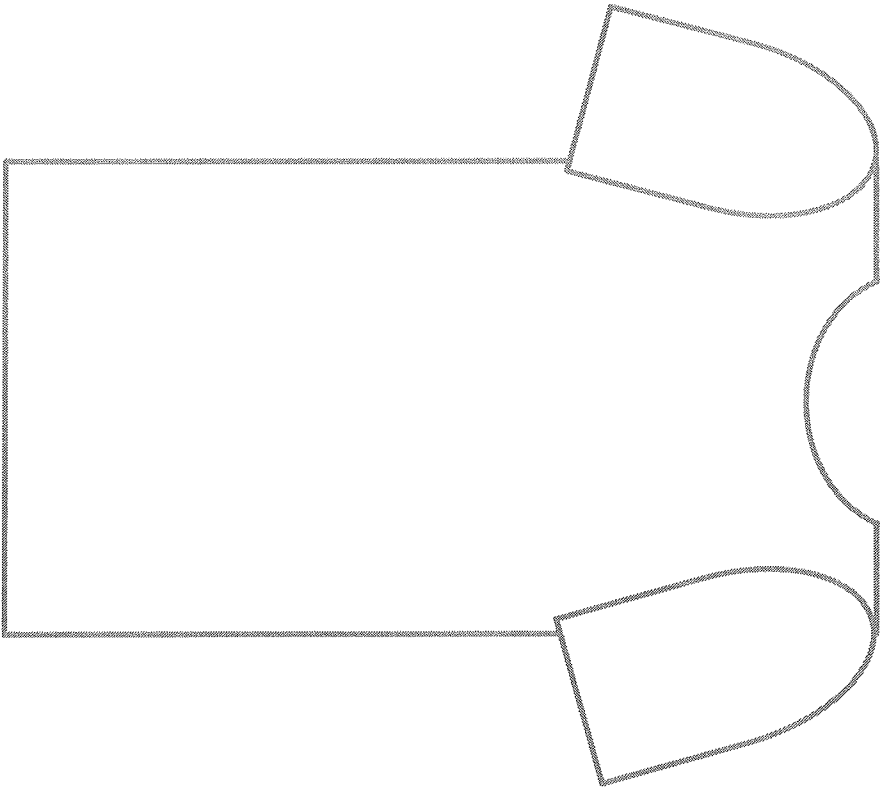
Scan/email this form and your design to: [coolstuff@littlemissmatched.com](mailto:coolstuff@littlemissmatched.com)

OR Mail this form and your design to:

TEE OFF! c/o LittleMissMatched  
307 Seventh Ave, Suite 501  
New York, NY 10001



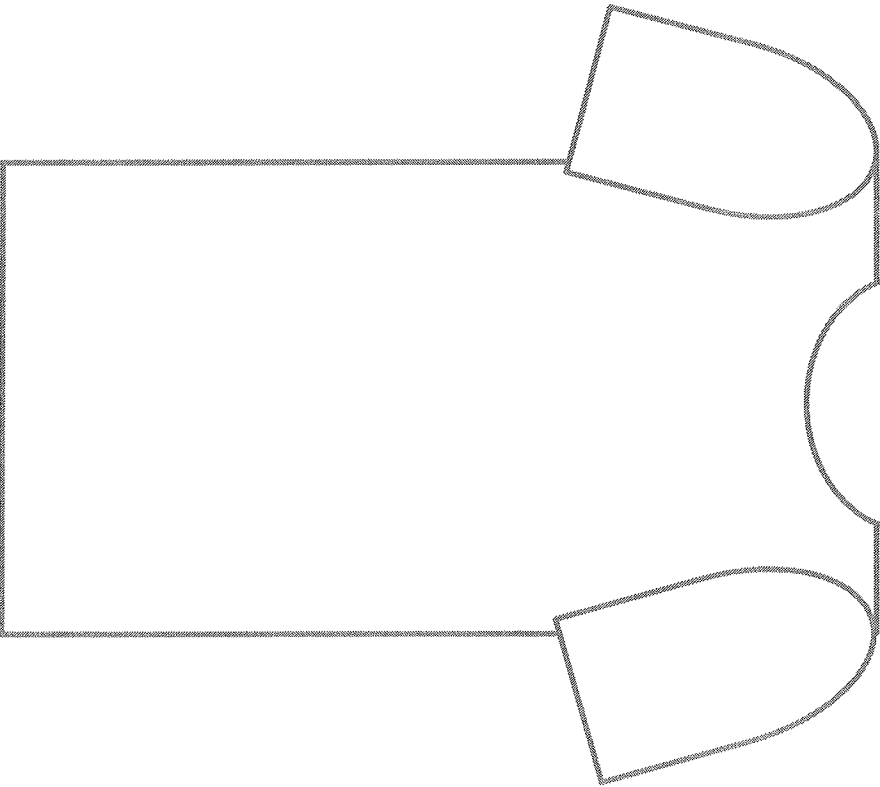
front



(designer name here)

**littlemissmismatched**

back



(school name here)

(email address here)

**LITTLEMISSMATCHED "TEE-OFF":**

**1. NO PURCHASE NECESSARY TO ENTER OR WIN**

A purchase will not improve your chances of winning. By participating, entrants (sometimes called "you" or "your") agree to comply with and are bound by these Official Rules and by the decisions of Miss Matched, Inc. ("Sponsor"). Create an original t-shirt design that you believe best represents the LittleMissMatched® brand for the LittleMissMatched "TEE-OFF" Contest (the "Contest"). All entries must be received by the end of the "Contest Period" as defined in the next sentence. For entries submitted Online or via mail, the Contest Period ends at 6:00 PM EST on October 21<sup>st</sup>, 2011.

After the Contest Period, Sponsor will select one design from all eligible entries received, at its sole discretion based on the judging criteria below.

**2. WHO CAN ENTER**

If you are a U.S. resident and physically reside in the United States during the Contest Period, and you are a student (pre-K-Grade 12) in New York City, you are eligible to enter. All student ages are eligible to enter. If you are 18 years of age and younger, a parent/guardian signature is required to enter. Internet access is not required to enter.

**3. HOW TO ENTER**

To enter, you can simply fill out the Entry Form completely, attach your design (featured on the LittleMissMatched provided template), and either scan/email or send by U.S. mail to the Sponsor at the addresses listed below by the end of the Contest Period. In addition, if you are under 18, please remember to have your parent/guardian sign the Entry Form. Entry forms can be emailed or mailed or dropped off at store/office.

Scan/Email completed Entry Forms to: [coolstuff@littlemissmatched.com](mailto:coolstuff@littlemissmatched.com)

Mail completed Entry Forms mailing to:

Tee-Off: Battle of the Schools NYC

c/o LittleMissMatched  
307 Seventh Avenue  
Suite 501  
New York, NY 10001

Once submitted, your entry cannot be deleted, canceled, or modified. By entering, you agree that Sponsor may use the entry information provided by you for marketing, promotional and other purposes as set forth in Sponsor's privacy policy. Entries must use the supplied LittleMissMatched TEE-OFF template and include a completed Entry Form. Sponsor reserves the right to interpret colors and to modify designs in any event including if submitted design cannot be viably produced on t-shirt production equipment.

There is no limit on the number of times you can enter, however, each of your entries must be accompanied by a valid Entry Form and have at least one (1) valid email account in order to qualify. No form of entry other than specified in these Official Rules is permitted.

**4. PRIZES**

Any winners will receive a \$100 (USD) electronic gift certificate and five shirts (5) of their winning t-shirt design! Winning designs will be produced and offered for sale by the Sponsor through the web and otherwise, at Sponsor's discretion. Sponsor will announce all winners by October 28<sup>th</sup>, 2011.

Prizes are not transferable or redeemable for cash. Sponsor reserves the right to substitute a prize of equal or greater value. Expenses and all taxes are the sole responsibility of the winners. Sponsor may also post any of the entries and winners on Sponsor's Website, Social Media, Stores and otherwise as determined by Sponsor. The winning prize has a total value of \$175 (USD). Total value of prizes is \$175.

**5. SELECTION**

10895169-v2

By entering, you represent that your entry is wholly original and does not incorporate or include anything that is owned by a third party, that the entry does not violate any copyright, trademark, publicity right, or any other right of any third party, and that you own 100% of all right, title, and interest in and to the entry and the design. Your design entry should be age appropriate for viewing by young people.

By entering, you agree that your entry shall be a "work made for hire" with all rights therein, including, without limitation, the exclusive copyright, being the property of Sponsor. In the event the entry is considered not to be a "work made for hire," by entering, you irrevocably assign to Sponsor all right, title, and interest in your Content, design and entry (including, without limitation, the copyright) to Sponsor, including in any and all media whether now known or hereafter devised, in perpetuity, anywhere in the world, with the right to make any and all uses thereof, including, without limitation, for purposes of advertising or trade. You agree Sponsor may use any non-winning entered design in its products, without compensation of any kind to you, the entrant.

By entering, you agree to be bound by the decisions of the judges and voters, agree to comply with these Official Rules and applicable laws, and release and hold harmless Sponsor and its affiliates, employees, and agents from any and all liability, loss, damage, or injury resulting from participation in this Contest or awarding, receipt, possession use and/or misuse of the prize, including, without limitation, personal injury, death, and property damage, as well as claims based on violation of publicity rights, defamation, or invasion of privacy or any third party claim arising from use of the design or entry and waive any right to privacy. You waive any right to inspect or approve uses of your entry or design or to be compensated for any such uses, and hereby represent you have read and understand these Rules.

#### 6. JUDGING CRITERIA

"LittleMissMatched" will use the following judging criteria to select the "Winner": (100 possible points) "Execution of the theme" 50 points possible; "Originality" 25 points possible; and "representation of brand message" 25 points possible. The final design entry that receives the highest average rating will be the "Winner". These decisions shall be final and binding in all matters relating to the Contest.

Prize winners shall be notified within twelve (12) business days of selection, by email and/or telephone. Winners must sign and return any required documentation including, without limitation, an affidavit of eligibility, a liability release and a publicity release within five (5) days after notification in order to accept their prize. If a prize is rejected or not accepted within five (5) days after notification for any reason, or in the event of noncompliance with the rules or if prize notification is returned, that prize will be forfeited and Sponsor will select an alternate winner at the Sponsor's sole discretion.

You consent to use of your entry, design, photograph and/or likeness in any media for advertising, promotional, marketing, packaging or promotion and/or other purposes in connection with this Contest and Sponsor's business at the sole discretion of Sponsor, without additional compensation, unless prohibited by law. No compensation will be provided to entrants or winner(s) other than the "Winning" prize awarded as provided in these Rules.

#### 7. DATA PRIVACY

Information entrants provide to Sponsor will be used to communicate with participant(s) in relation to the Contest as well as to inform both previous customers and current customers of Sponsor information which Sponsor believes may be of interest to them. Entrants can view Sponsor's Privacy Policy at <http://www.littlemissmatched.com/Policy>. Participants may choose not to receive such information at any time. Sponsor will publish the names of the winners on its Site.

#### 8. MISCELLANEOUS

Sponsor is not responsible for late, lost, delayed, incomplete, inaccurate, or misdirected entries or for human or machine errors, bugs or failures in submitting entries, or for errors in offering or administering Contest. All entries become the property of Sponsor once received by Sponsor.

Entries received by automated, programmed, robotic or like forms of entry will be disqualified. Proof of uploading will not be deemed to be proof of receipt by Sponsor. Illegible, incomplete, or inaccurate entries are void. Entry will be deemed to be made by the "account holder" of the email address submitted at the time of entry, in event of any dispute. The "account holder" is the natural person assigned to the e-mail address by an Internet Service Provider responsible for assigning e-mail addresses for the domain associated with the submitted e-mail address.

Sponsor reserves the right, in its sole discretion, to modify, suspend or terminate this Contest should a problem arise beyond the control of Sponsor. The prize is awarded "as is" with no warranty or guarantee, either express or implied, by Sponsor. Sponsor's decisions are final and binding in all matters relating to this Contest. Employees of Sponsor and/or its agents, affiliates, parent, sales representatives, marketing affiliates and partners, dealers, distributors, advertising and promotion agencies (and members of the immediate families or household of each) are not eligible to participate in the Contest. Any and all disputes, claims, and causes of action arising out of, or connected with, this Contest or the prize shall be resolved exclusively by state or federal courts situated in New York any and all claims, judgments, and awards shall be limited to actual out-of-pocket costs incurred

but, in no event, attorneys' fees. No punitive, incidental, special, consequential or other damages, including, without limitation, lost profits, may be awarded. This Contest is governed by the laws of the State of New York without regard to its conflict of laws.

**9. INFORMATION ABOUT THE WINNER AND THE RULES**

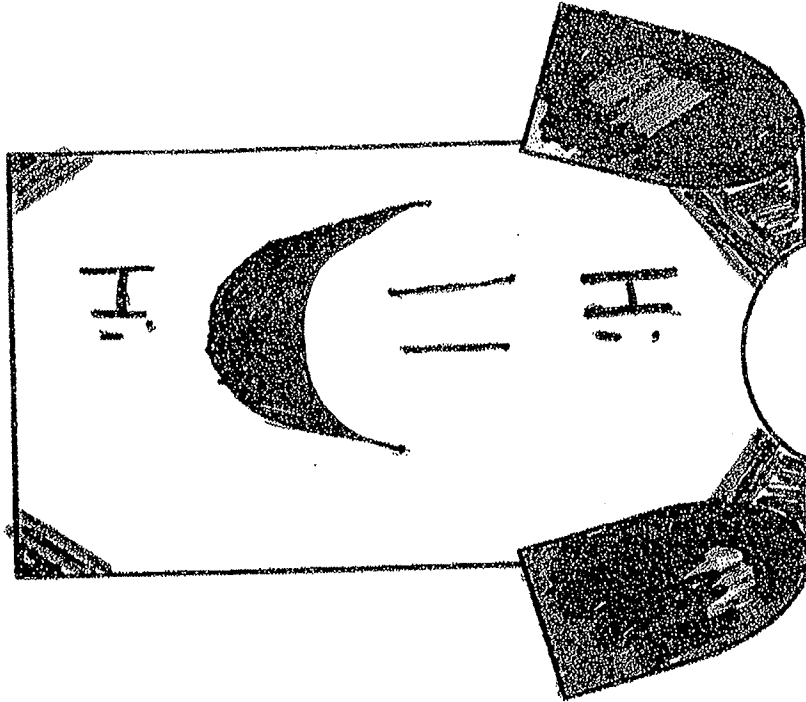
Sponsor will post the name of the winner on its Site no later than 60 days after the end of the Voting Period. These Rules will be available at the Site and the Stores listed below.

Miss Matched, Inc. located at 307 7th Avenue, Suite 501, New York, New York 10001 is the Sponsor of this Contest.

# EXHIBIT B

TEE-OFF! template

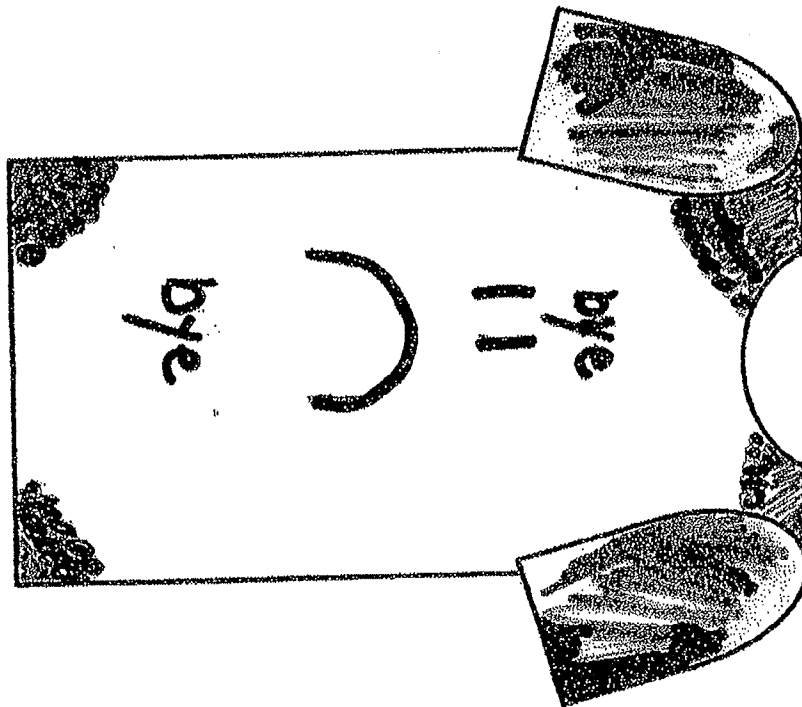
front



(designer name here)

littlemissmatched

back



(school name here)

(email address here)

PS.116  
Ciaomici@RCN.com

# EXHIBIT C





# littlemissmatched™

and

## P.S. 116 The Mary Lindly Murray School

are excited to share

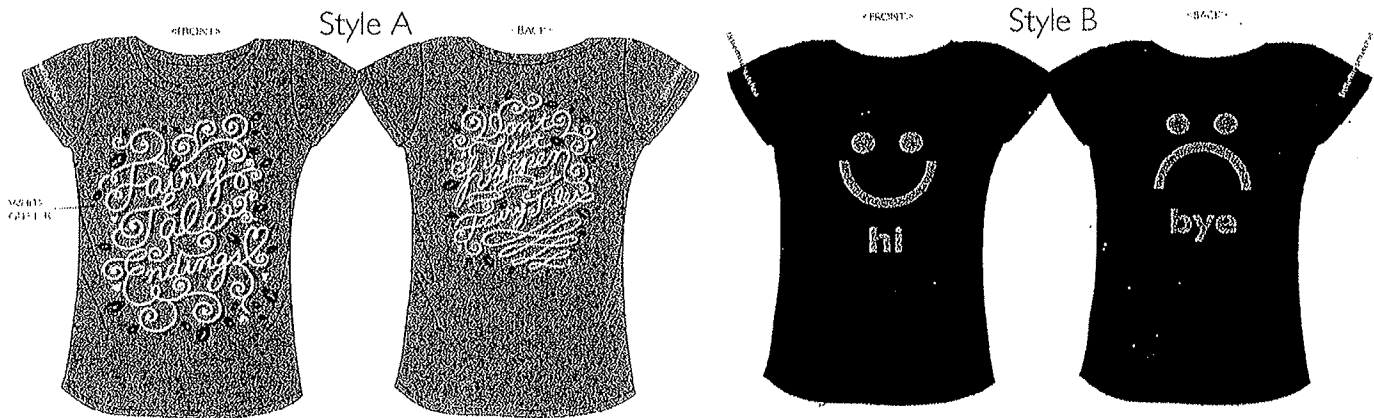
### February 2012 Project Tee's

featuring two P.S. 116 student designers:

**I [REDACTED] C [REDACTED] & E [REDACTED] B [REDACTED] !!!**

To celebrate these two student designs, LittleMissMatched will donate \$1 to PS116 for every tee sold. Regularly priced at \$19.33, we're excited to offer a special PS116 price of \$13.33!

**Place your order today!**



#### ORDER FORM

Child's Name/Class

Parent's Name

Phone

Parent's Email

**Style A – Fairy Tale Endings**

**Style B – Hi Bye**

size 1 2 3 4 5

size 1 2 3 4 5

\*please write quantity to be ordered for each size.

Graphic Tee Size Chart					
Size	1	2	3	4	5
Age	5-6	6-7	7-8	8-9	9-10
Height	4'6"	4'8"	4'10"	5'0"	5'2"
Weight	40-50	50-60	60-70	70-80	80-90
Chest	28-30"	30-32"	32-34"	34-36"	36-38"
Length	24"	25"	26"	27"	28"

# EXHIBIT D

9/8/2014

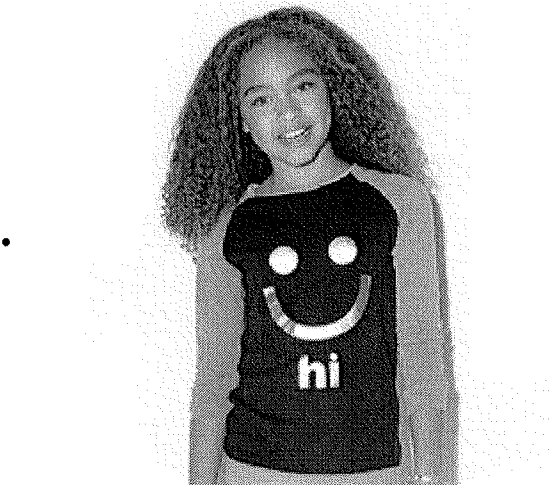
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HI-BYE GRAPHICS COLLECTION



(/products/black-hi-bye-colorblock-tee?

taxon\_id=142)  
NEW!  
BLACK HI BYE COLORBLOCK TEE (/PRODUCTS/BLACK-HI-BYE-COLORBLOCK-TEE?TAXON\_ID=142)  
\$17



(/products/chalk-hi-bye-colorblock-tee?

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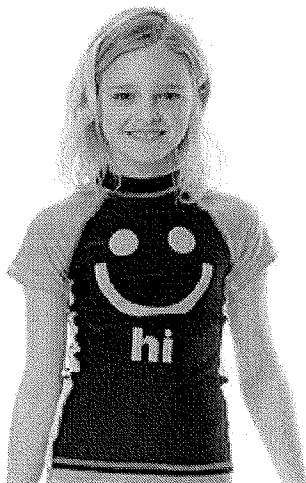


taxon\_id=142)

NEW!

CHALK HI BYE COLORBLOCK TEE (/PRODUCTS/CHALK-HI-BYE-COLORBLOCK-TEE?TAXON\_ID=142)

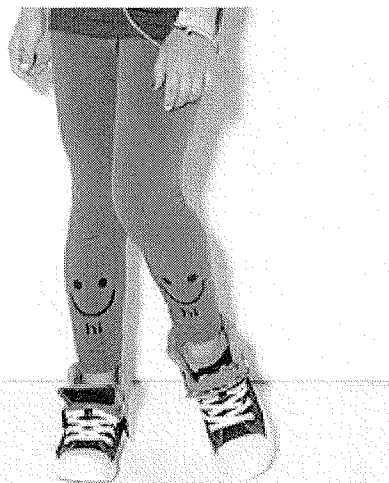
\$17



(/products/hi-bye-rash-guard?taxon\_id=142)

HI BYE RASH GUARD (/PRODUCTS/HI-BYE-RASH-GUARD?TAXON\_ID=142)

\$15 ~~\$29~~



(/products/neon-purple-seamless-hi-bye-

legging?taxon\_id=142)

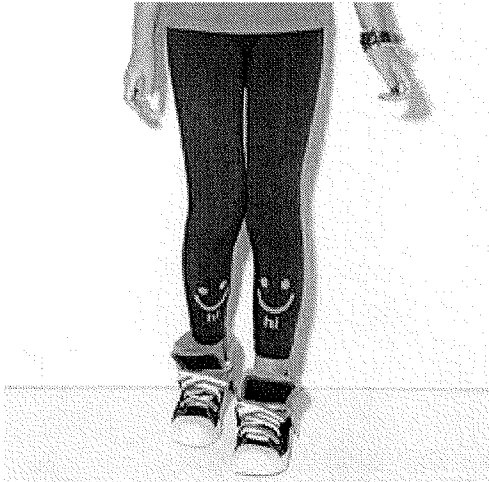
NEON PURPLE SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON PURPLE

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NEON PURPLE SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON-PURPLE-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)

\$15

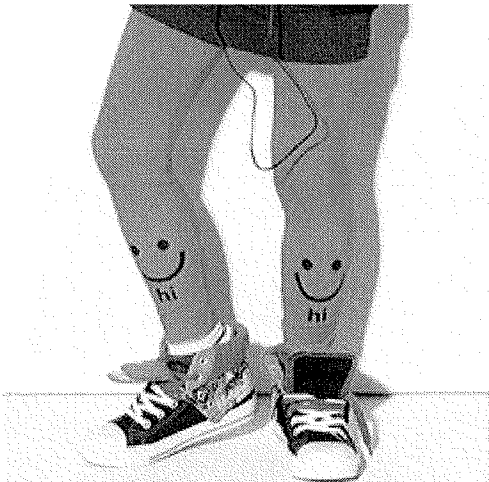


(/products/black-seamless-hi-bye-legging?

taxon\_id=142)

BLACK SEAMLESS HI BYE LEGGING (/PRODUCTS/BLACK-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)

\$15



(/products/neon-blue-seamless-hi-bye-

legging?taxon\_id=142)

NEON BLUE SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON-BLUE-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)

\$15

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(/products/neon-pink-hi-bye-hipster?

taxon\_id=142)

NEON PINK HI BYE HIPSTER (/PRODUCTS/NEON-PINK-HI-BYE-HIPSTER?

TAXON\_ID=142)

\$4.50 \$9



(/products/neon-green-hi-bye-hipster?

taxon\_id=142)

NEON GREEN HI BYE HIPSTER (/PRODUCTS/NEON-GREEN-HI-BYE-HIPSTER?TAXON\_ID=142)

\$4.50 \$9



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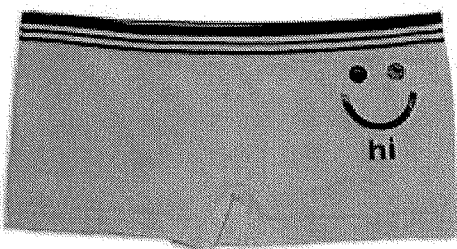
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taxon\_id=142)

NEON BLUE HI BYE HIPSTER (/PRODUCTS/NEON-BLUE-HI-BYE-HIPSTER?

TAXON\_ID=142)

\$4.50 \$9



(/products/neon-pink-boyshorts?

taxon\_id=142)

NEON PINK BOYSHORTS (/PRODUCTS/NEON-PINK-BOYSHORTS?

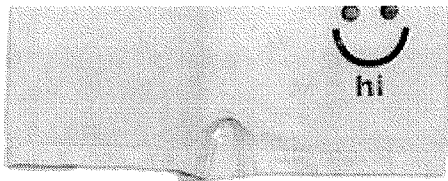
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\$4.50 \$9



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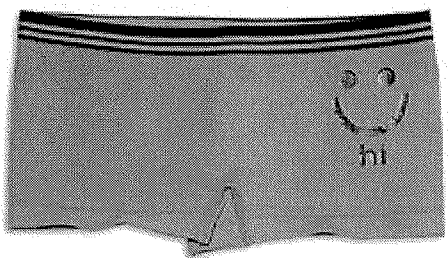
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taxon\_id=142)

NEON GREEN BOYSHORTS (/PRODUCTS/NEON-GREEN-BOYSHORTS?

TAXON\_ID=142)

\$4.50 \$9



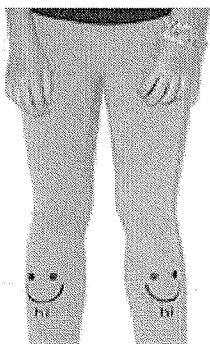
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NEON BLUE BOYSHORTS (/PRODUCTS/NEON-BLUE-BOYSHORTS?

TAXON\_ID=142)

\$4.50 \$9

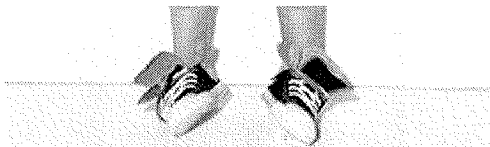


(/products/neon-pink-seamless-hi-bye-



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legging?taxon\_id=142)

NEON PINK SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON-PINK-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)

\$15

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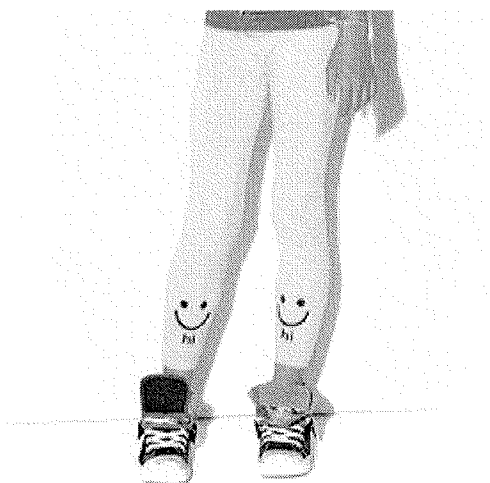


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legging?taxon\_id=142)

NEON YELLOW SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON-YELLOW-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)

\$15



(/products/neon-green-seamless-hi-bye-



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legging?taxon\_id=142)

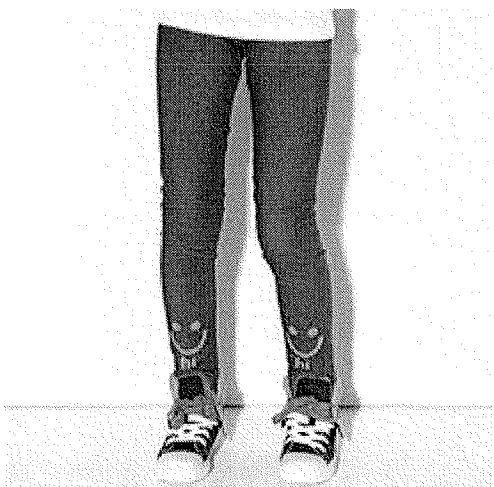
NEON GREEN SEAMLESS HI BYE LEGGING (/PRODUCTS/NEON-GREEN-SEAMLESS-HI-BYE-LEGGING?TAXON\_ID=142)  
\$15



(/products/black-hi-bye-legging-ddaa7a18-

5d9e-47ef-a4b1-e944e3e9d9af?taxon\_id=142)

BLACK HI BYE LEGGING (/PRODUCTS/BLACK-HI-BYE-LEGGING-DDAA7A18-5D9E-47EF-A4B1-E944E3E9D9AF?TAXON\_ID=142)  
\$15



(/products/denim-hi-bye-legging-3976c74d-

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DENIM HI BYE LEGGING (/PRODUCTS/DENIM-HI-BYE-LEGGING-3976C74D-EEFE-4006-9EAA-1232FFB1970C?TAXON\_ID=142)

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\$15



• (/products/cerise-hi-bye-legging?

taxon\_id=142)

CERISE HI BYE LEGGING (/PRODUCTS/CERISE-HI-BYE-LEGGING?

TAXON\_ID=142)

\$15



• (/products/cranberry-hi-bye-tee?

taxon\_id=142)

CRANBERRY HI-BYE TEE (/PRODUCTS/CRANBERRY-HI-BYE-TEE?

TAXON\_ID=142)

\$15

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(/products/lavender-hi-bye-tee?

taxon\_id=142)

LAVENDER HI-BYE TEE (/PRODUCTS/LAVENDER-HI-BYE-TEE?

TAXON\_ID=142)

\$15



(/products/black-hi-bye-tee?taxon\_id=142)

BLACK HI-BYE TEE (/PRODUCTS/BLACK-HI-BYE-TEE?TAXON\_ID=142)

\$15



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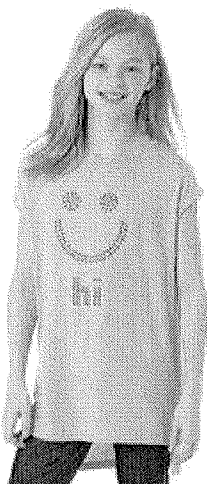
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(/products/marine-hi-bye-tee?taxon\_id=142)

MARINE HI-BYE TEE (/PRODUCTS/MARINE-HI-BYE-TEE?TAXON\_ID=142)  
\$15

•



(/products/hi-bye-cap-sleeve-tee?

taxon\_id=142)

HI BYE CAP SLEEVE TEE (/PRODUCTS/HI-BYE-CAP-SLEEVE-TEE?  
TAXON\_ID=142)  
\$12 \$25

•



(/products/hi-bye-mini-muscle-tee?

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taxon\_id=142)

HI BYE MINI MUSCLE TEE (/PRODUCTS/HI-BYE-MINI-MUSCLE-TEE?

TAXON\_ID=142)

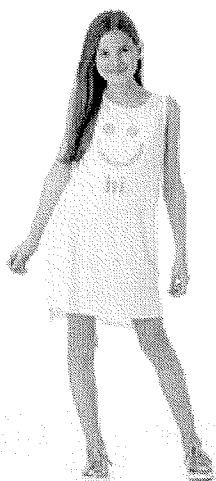
\$21



(/products/hi-bye-crew-tee?taxon\_id=142)

HI-BYE CREW TEE (/PRODUCTS/HI-BYE-CREW-TEE?TAXON\_ID=142)

\$19



(/products/white-hi-bye-tank-dress?

taxon\_id=142)

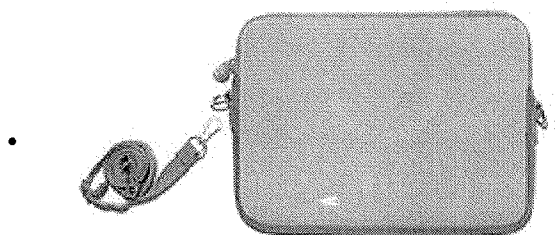
WHITE HI BYE TANK DRESS (/PRODUCTS/WHITE-HI-BYE-TANK-DRESS?

TAXON\_ID=142)

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\$15 ~~\$33~~

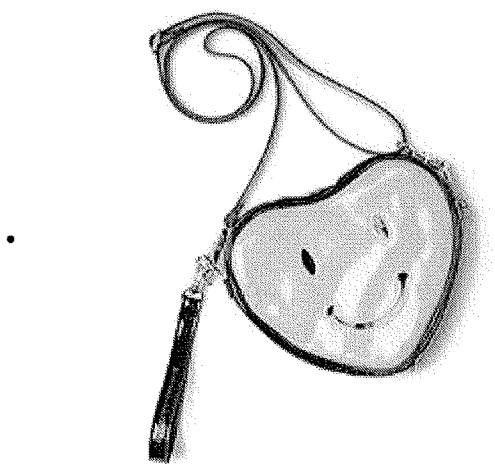


(/products/lime-pink-hi-bye-tablet-bag?

taxon\_id=142)

LIME & PINK HI BYE TABLET BAG (/PRODUCTS/LIME-PINK-HI-BYE-  
TABLET-BAG?TAXON\_ID=142)

\$23



(/products/neon-patent-heart-bag?

taxon\_id=142)

NEON PATENT HEART BAG (/PRODUCTS/NEON-PATENT-HEART-BAG?  
TAXON\_ID=142)

\$29



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(/products/hi-smiley-circle-bag?

taxon\_id=142)

HI SMILEY CIRCLE BAG (/PRODUCTS/HI-SMILEY-CIRCLE-BAG?

TAXON\_ID=142)

\$29



(/products/denim-hi-bye-duffle?

taxon\_id=142)

DENIM HI BYE DUFFLE (/PRODUCTS/DENIM-HI-BYE-DUFFLE?

TAXON\_ID=142)

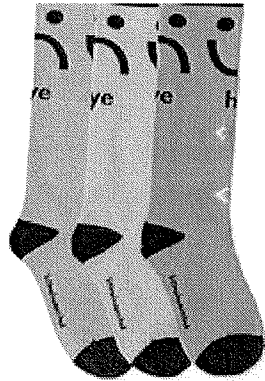
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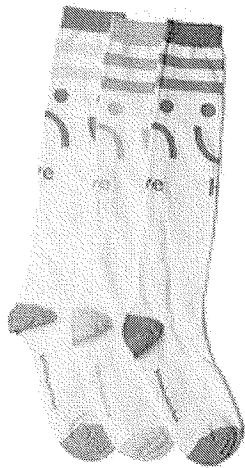


(/products/solid-neon-hi-bye-knee-high-

socks?taxon\_id=142)

SOLID NEON HI BYE KNEE HIGH SOCKS (/PRODUCTS/SOLID-NEON-HI-BYE-KNEE-HIGH-SOCKS?TAXON\_ID=142)

\$13.33

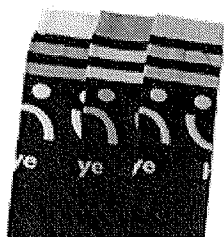


(/products/neon-hi-bye-white-knee-high-

socks?taxon\_id=142)

NEON HI BYE WHITE KNEE HIGH SOCKS (/PRODUCTS/NEON-HI-BYE-WHITE-KNEE-HIGH-SOCKS?TAXON\_ID=142)

\$7 ~~\$11.33~~



//products/neon-hi-bye-knee-high-socks?

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(/products/neon-hi-bye-knee-high-socks?



taxon\_id=142)

NEON HI-BYE KNEE-HIGH SOCKS (/PRODUCTS/NEON-HI-BYE-KNEE-HIGH-SOCKS?TAXON\_ID=142)

\$7 ~~\$11.33~~



(/products/pink-hi-bye-poncho?

taxon\_id=142)

PINK HI-BYE PONCHO (/PRODUCTS/PINK-HI-BYE-PONCHO?TAXON\_ID=142)

\$13



(/products/clear-hi-bye-poncho?

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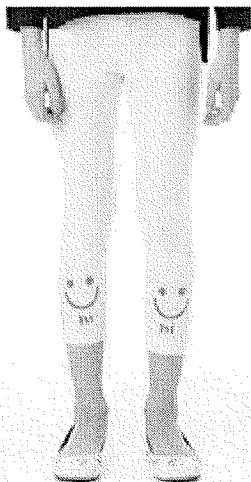


taxon\_id=142)

CLEAR HI BYE PONCHO (/PRODUCTS/CLEAR-HI-BYE-PONCHO?

TAXON\_ID=142)

\$13



(/products/white-hi-bye-capri-legging?

taxon\_id=142)

WHITE HI BYE CAPRI LEGGING (/PRODUCTS/WHITE-HI-BYE-CAPRI-  
LEGGING?TAXON\_ID=142)

\$6.50 ~~\$13~~



(/products/beach-glass-hi-bye-capri-

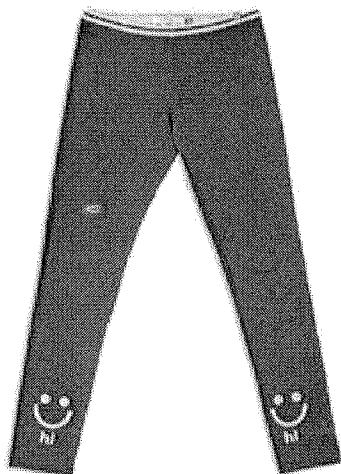
legging?taxon\_id=142)

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BEACH GLASS HI BYE CAPRI LEGGING (/PRODUCTS/BEACH-GLASS-HI-BYE-CAPRI-LEGGING?TAXON\_ID=142)

\$13

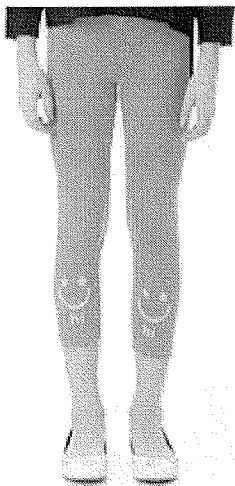


(/products/charcoal-heather-hi-bye-legging?

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CHARCOAL HEATHER HI-BYE LEGGING (/PRODUCTS/CHARCOAL-HEATHER-HI-BYE-LEGGING?TAXON\_ID=142)

\$7 ~~\$13~~



(/products/pink-hi-bye-capri-legging?

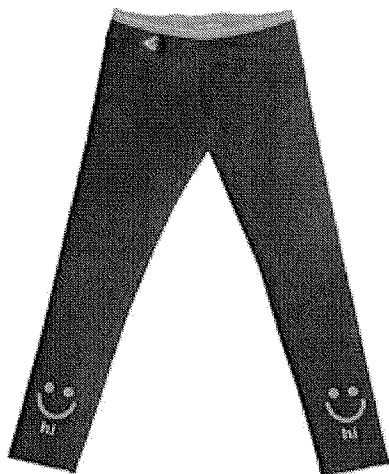
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PINK HI BYE CAPRI LEGGING (/PRODUCTS/PINK-HI-BYE-CAPRI-LEGGING?TAXON\_ID=142)

\$13

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(/products/denim-hi-bye-legging?

taxon\_id=142)

DENIM HI-BYE LEGGING (/PRODUCTS/DENIM-HI-BYE-LEGGING?

TAXON\_ID=142)

\$7 \$13



(/products/purple-hi-bye-platform-flip-flops?

taxon\_id=142)

PURPLE HI BYE PLATFORM FLIP FLOPS (/PRODUCTS/PURPLE-HI-BYE-PLATFORM-FLIP-FLOPS?TAXON\_ID=142)

\$17

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(/products/neon-pink-hi-bye-platform-flip-

flops?taxon\_id=142)

NEON PINK HI BYE PLATFORM FLIP FLOPS (/PRODUCTS/NEON-PINK-HI-BYE-PLATFORM-FLIP-FLOPS?TAXON\_ID=142)

\$17



(/products/black-hi-bye-flip-flops?

taxon\_id=142)

BLACK HI BYE FLIP FLOPS (/PRODUCTS/BLACK-HI-BYE-FLIP-FLOPS?TAXON\_ID=142)

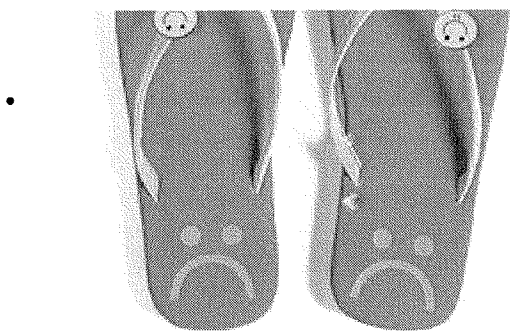
\$13





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(/products/neon-pink-hi-bye-flip-flops?

taxon\_id=142)

NEON PINK HI BYE FLIP FLOPS (/PRODUCTS/NEON-PINK-HI-BYE-FLIP-FLOPS?TAXON\_ID=142)

\$13

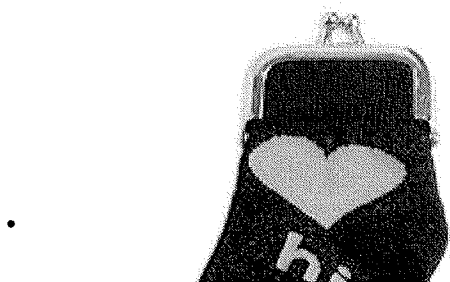


(/products/neon-green-hi-bye-flip-flops?

taxon\_id=142)

NEON GREEN HI BYE FLIP FLOPS (/PRODUCTS/NEON-GREEN-HI-BYE-FLIP-FLOPS?TAXON\_ID=142)

\$13



(/products/black-hi-bye-sock-change-purse?

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taxon\_id=142)

BLACK HI-BYE SOCK CHANGE PURSE (/PRODUCTS/BLACK-HI-BYE-SOCK-CHANGE-PURSE?TAXON\_ID=142)  
\$5



(/products/pink-hi-bye-sock-change-purse?

taxon\_id=142)

PINK HI-BYE SOCK CHANGE PURSE (/PRODUCTS/PINK-HI-BYE-SOCK-CHANGE-PURSE?TAXON\_ID=142)  
\$5

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